

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND

ALLIANCE SOLUTIONS, INC.,

Plaintiff,

v.

Civil Action No. ELH-11-2115

QUEST SOFTWARE, INC.,

Defendant.

ORDER

For the reasons stated in the accompanying Memorandum Opinion, it is, this 1st day of March, 2012, by the United States District Court for the District of Maryland, ORDERED:

1. Defendant's "Motion to Dismiss Under F.R.C.P. Rules 12(b)(3) and 12(b)(6)" (ECF 17) is DENIED AS MOOT;
2. Defendant's "Motion to Strike or in the Alternative Motion to Dismiss Plaintiff's Amended Complaint" (ECF 23) is DENIED;
3. Plaintiff is GRANTED leave to file its Amended Complaint (ECF 20), *nunc pro tunc* to October 13, 2011;
4. Pursuant to Rule 12(a)(4)(A) of the Federal Rules of Civil Procedure, defendant shall RESPOND to the Amended Complaint within fourteen days after this Order is entered on the docket; and
5. The parties shall SUBMIT, within fourteen days after entry of this Order, a joint statement clarifying the basis of the Court's subject matter jurisdiction. In particular, the statement shall address:
 - a. Whether plaintiff is a corporation or a limited liability company ("LLC");
 - b. If plaintiff is a corporation, the states where it is incorporated and has its principal place of business, *see* 28 U.S.C. § 1332(c)(1); *Hertz Corp. v. Friend*, 130 S. Ct. 1181, 1193 (2010); and
 - c. If plaintiff is an LLC, the citizenship of all of its members. *See Cent. W. Va. Energy Co. v. Mountain State Carbon, LLC*, 636 F.3d 101, 103 (4th Cir. 2011). With respect to members who are natural persons, "state citizenship for purposes of diversity jurisdiction depends . . . on national citizenship and domicile." *Axel Johnson, Inc. v. Carroll Carolina Oil Co.*, 145 F.3d 660, 663 (4th Cir. 1998).

/s/

Ellen Lipton Hollander
United States District Judge